

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

**Caption in Compliance with D.N.J. LBR 9004-1(b)
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Attorneys for Debtors and Debtors in Possession

In re:

BLOCKFI INC., *et al.*,

Debtors¹



Order Filed on August 23, 2023
by Clerk
U.S. Bankruptcy Court
District of New Jersey

Chapter 11
Case No. 22-19361 (MBK)
Jointly Administered

**ORDER APPROVING THE DEBTORS' FOURTH OMNIBUS REJECTION OF
EXECUTORY CONTRACTS AND LEASES**

The relief set forth on the following pages, numbered two (2) through three (3) and Schedule
1, is hereby **ORDERED**.

DATED: August 23, 2023

A handwritten signature in black ink, appearing to read "Michael B. Kaplan".
Honorable Michael B. Kaplan
United States Bankruptcy Judge

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING DEBTORS' FOURTH OMNIBUS
REJECTION OF EXECUTORY CONTRACTS AND LEASES

Pursuant to and in accordance with the *Order Authorizing and Approving Procedures for Rejection of Executory Contracts and Unexpired Leases* [Docket No. 302] (the “Rejection Procedures Order”);¹ and the Court having jurisdiction over this matter pursuant to 28 U.S.C. § 157 and 1334; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of these cases and this matter is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Debtors having properly filed and served a “Notice of Fourth Omnibus Rejection of Executory Contracts and/or Unexpired Leases” [Docket No. 1328] (the “Rejection Notice”) in accordance with the terms of the Rejection Procedures Order in respect of the rejection of the executory contracts (the “Contracts”) and/or unexpired leases (the “Leases”) set forth on Schedule 1 hereto; and no timely objections having been filed to the rejection of the Contracts and Leases; and it appearing that due and adequate notice of the Rejection Procedures Order and the Rejection Notice has been given, and that no other or further notice need be given; and the Court having determined that the rejections provided for herein are an appropriate exercise of the Debtors’ business judgment; and after due deliberation, and good and sufficient cause appearing therefor, it is hereby **ORDERED**:

1. Contracts and Leases listed on **SCHEDULE 1** hereto are hereby rejected effective as of the dates set forth for such Contracts and Leases listed on **SCHEDULE 1** hereto (the “Rejection Date”).

2. The rights of the Debtors and their estates to assert that the Contracts and Leases are rejected hereby expired by their own terms or were terminated prior to the date hereof and fully

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Rejection Procedures Order.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING DEBTORS' FOURTH OMNIBUS
REJECTION OF EXECUTORY CONTRACTS AND LEASES

preserved, and the Debtors and their estates do not waive any rights or claims that they may have with respect or against the counterparties to such Contracts and Leases, whether or not such rights or claims arise under, are related to the rejection of, or are independent of the Contracts and Leases rejected hereby.

3. If any affected counterparty subject to this Order (a "Rejection Claimant") asserts a claim or claims against the Debtors and their estates arising from the rejection of the Contracts and Leases, such Rejection Claimant shall submit a proof of claim on or before the later of (i) the deadline for filing proofs of claims established by the Court in these Chapter 11 Cases or (ii) thirty (30) days after the date of entry of this Order. If no proof of claim is timely filed, such claimant shall not be treated as a creditor with respect to such claims for voting on any Chapter 11 plan in these Chapter 11 Cases and shall be forever barred from asserting a claim for rejection damages and from participating in any distribution that may be made in connection with the Debtors' bankruptcy cases.

4. For the avoidance of doubt, the Debtors reserve all rights to contest the validity of any claim(s) filed by the Rejection Claimant and file objections with respect to such claim(s).

5. The Debtors are authorized to take any action necessary or appropriate to implement the terms of this Order and the rejections without further order from this Court.

6. This Court shall retain exclusive jurisdiction and power to resolve any dispute arising from or related to this Order.

SCHEDULE 1

SCHEDULE 1

CONTRACTS TO BE REJECTED			
Counterparty	Counterparty Address and Email	Title/Description of Contract¹	Rejection Date
Accuity	Accuity Inc. Attn: Managing Director 1007 Church St, Ste. 600 Evanston, IL 60201 AND Accuity Inc. Attn: General Counsel 1007 Church St, Ste. 600 Evanston, IL 60201	Master License Agreement, Client Contract Number: 00207345 and Order Form	8/7/23
CF Benchmarks LTD	CF Benchmarks LTD 4th Floor, 25 Copthall Avenue, London, United Kingdom, EC2R 7BP Via email:sui@cfbenchmarks.com	Internal Use License Agreement and Amendments	8/7/23
Plaid Inc.	Plaid Inc. 1098 Harrison St. San Francisco, CA 94103	Master Services Agreement and Order Form	8/7/23
West Publishing Corp., d/b/a West, a Thomson Reuters Business	Moss & Barnett Attn: Michael T. Etmund 150 South Fifth Street, Suite 1200 Minneapolis, MN 55402 Via email: mike.etmund@lawmoss.com AND West Publishing Corporation, d/b/a West, a Thomson Reuters Business Attn: Legal Department 610 Opperman Drive Eagan, MN 55123 Via email: paige.fishman@thomsonreuters.com	Terms and Conditions and Order Forms for Practical Law and West Proflex Any and all agreements related to Legal Tracker Any and all outstanding agreements between the parties not included above	8/7/23

¹ The inclusion of a Contract on this list does not constitute an admission as to the executory or non-executory nature of the Contract, or as to the existence or validity of any claims held by the counterparty or counterparties to such Contract.

In re:
BlockFi Inc.
Debtor

Case No. 22-19361-MBK
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0312-3
Date Rcvd: Aug 23, 2023

User: admin
Form ID: pdf903

Page 1 of 7
Total Noticed: 1

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 25, 2023:

Recip ID	Recipient Name and Address
db	+ BlockFi Inc., 100 Horizon Center Blvd., 1st and 2nd Floors, Hamilton, NJ 08691-1910

TOTAL: 1

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Aug 25, 2023

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on August 23, 2023 at the address(es) listed below:

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Aaron Garber	on behalf of Creditor Kristen Vorhees agarber@wgwc-law.com
Adam S. Ravin	on behalf of Interested Party The Foreign Representatives of Three Arrows Capital Ltd. (in liquidation) adam.ravin@lw.com
Alan Stuart Maza	on behalf of Creditor Securities and Exchange Commission mazaa@sec.gov mazaa@sec.gov
Allen I Gorski	on behalf of Creditor Nancy Fout agorski@gorskiknowlton.com
Andrew Marks	on behalf of Creditor Matthew Gordon jcardenas@dorflaw.com
Anna Pia Felix	on behalf of Creditor Yuri Mushkin afelix@lpgmlaw.com

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